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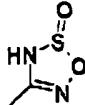
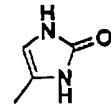
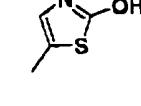
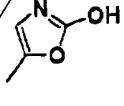
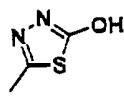
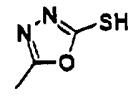
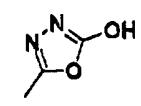
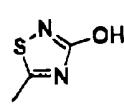
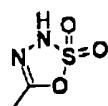
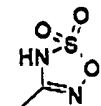
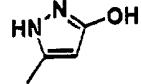
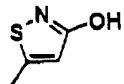
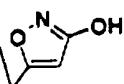
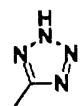
n is 0, 1 or 2;

m is 1 or 2;

X is S or O;

Y is O, S, SO or SO<sub>2</sub>;

R<sub>1</sub> is selected from the group consisting of hydrogen, 5-membered heterocycles selected from the group consisting of:



COOH, COOC<sub>1</sub>-C<sub>6</sub>alkyl, COOarylC<sub>1</sub>-C<sub>6</sub>alkyl, COOC<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyC<sub>1</sub>-C<sub>6</sub>alkyl and COOC<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyarylC<sub>1</sub>-C<sub>6</sub>alkyl;

R<sub>2</sub> is hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy or NR<sub>7</sub>R<sub>8</sub>;

R<sub>3</sub> is hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyC<sub>1</sub>-C<sub>6</sub>alkyl or C<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyarylC<sub>1</sub>-C<sub>6</sub>alkyl;

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Amber*

$R_4$ ,  $R_5$  and  $R_6$  are independently hydrogen, trihalomethyl,  $C_1$ - $C_6$ alkyl, aryl, aryl $C_1$ - $C_6$ alkyl, hydroxy, oxo, carboxy, carboxy $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkyloxy-carbonyl, aryloxycarbonyl, aryl $C_1$ - $C_6$ alkyloxycarbonyl,  $C_1$ - $C_6$ alkyloxy,  $C_1$ - $C_6$ alkyloxy $C_1$ - $C_6$ alkyl, aryloxy, aryl $C_1$ - $C_6$ alkyloxy, aryloxy $C_1$ - $C_6$ alkyl, aryl $C_1$ - $C_6$ alkyloxy $C_1$ - $C_6$ alkyl, thio,  $C_1$ - $C_6$ alkylthio,  $C_1$ - $C_6$ alkylthio $C_1$ - $C_6$ alkyl, arylthio, aryl $C_1$ - $C_6$ alkyl-thio, aryl $C_1$ - $C_6$ alkylthio $C_1$ - $C_6$ alkyl,  $NR_8R_9$ ,  $C_1$ - $C_6$ alkylamino $C_1$ - $C_6$ alkyl, aryl- $C_1$ - $C_6$ alkylamino $C_1$ - $C_6$ alkyl, di(aryl $C_1$ - $C_6$ alkyl)amino $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkyl-carbonyl,  $C_1$ - $C_6$ alkylcarbonyl $C_1$ - $C_6$ alkyl, aryl $C_1$ - $C_6$ alkylcarbonyl, aryl $C_1$ - $C_6$ alkylcarbonyl $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkylcarboxy,  $C_1$ - $C_6$ alkylcarboxy $C_1$ - $C_6$ alkyl, arylcarboxy, arylcarboxy $C_1$ - $C_6$ alkyl, aryl $C_1$ - $C_6$ alkylcarboxy, aryl $C_1$ - $C_6$ alkyl-carboxy $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkylcarbonylamino,  $C_1$ - $C_6$ alkylcarbonylamino $C_1$ - $C_6$ alkyl, -carbonyl $NR_8C_1$ - $C_6$ alkylCOR<sub>11</sub>, aryl $C_1$ - $C_6$ alkylcarbonylamino, aryl $C_1$ - $C_6$ alkylcarbonylamino $C_1$ - $C_6$ alkyl, CONR<sub>7</sub>R<sub>8</sub>,  $C_1$ - $C_6$ alkylCONR<sub>7</sub>R<sub>8</sub> or arylaminocarbonylamino $C_1$ - $C_6$ alkyl; wherein the alkyl and aryl groups are optionally substituted as defined below and  $R_7$  is  $NR_8R_9$ , or  $C_1$ - $C_6$ alkyl $NR_8R_9$ ;

$R_7$  and  $R_8$  are independently selected from hydrogen,  $C_1$ - $C_6$ alkyl, aryl, aryl $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkylcarbonyl, arylcarbonyl, aryl $C_1$ - $C_6$ alkylcarbonyl,  $C_1$ - $C_6$ alkyl-carboxy or aryl $C_1$ - $C_6$ alkylcarboxy wherein the alkyl and aryl groups are optionally substituted as defined in the section of definitions; or  $R_7$  and  $R_8$  together with the nitrogen to which they are attached form a saturated, partially saturated or aromatic monocyclic, bicyclic or tricyclic ring system containing from 3 to 14 carbon atoms and from 0 to 3 additional heteroatoms selected from nitrogen, oxygen or sulphur, the ring system can optionally be substituted with at least one  $C_1$ - $C_6$ alkyl, aryl, aryl $C_1$ - $C_6$ alkyl, hydroxy, oxo,  $C_1$ - $C_6$ alkyloxy, aryl $C_1$ - $C_6$ alkyloxy,  $C_1$ - $C_6$ alkyloxy $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkylamino- $C_1$ - $C_6$ alkyl or  $NR_9R_{10}$ , wherein  $R_9$  and  $R_{10}$  are independently selected from hydrogen,  $C_1$ - $C_6$ alkyl, aryl, aryl $C_1$ - $C_6$ alkyl,  $C_1$ - $C_6$ alkylcarbonyl, arylcarbonyl, aryl $C_1$ - $C_6$ alkylcarbonyl,  $C_1$ - $C_6$ alkylcarboxy or aryl $C_1$ - $C_6$ alkylcarboxy; wherein the alkyl and aryl groups are optionally substituted as defined below; or  $R_7$  and  $R_8$  are independently a saturated or partial saturated cyclic 5, 6 or 7 membered amine, imide or lactam; wherein the optionally substituted alkyl groups are substituted with one or more groups independently selected from halo, cyano, nitro, trihalomethyl, carbamoyl, hydroxy, oxo,

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OCT*

COOR<sub>3</sub>, CONR<sub>7</sub>R<sub>8</sub>, C<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkyloxy, aryloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxy, thio, C<sub>1</sub>-C<sub>6</sub>alkylthio, arylthio, arylC<sub>1</sub>-C<sub>6</sub>alkylthio, NR<sub>7</sub>R<sub>8</sub>, C<sub>1</sub>-C<sub>6</sub>alkylamino, arylamino, arylC<sub>1</sub>-C<sub>6</sub>alkylamino, di(arylC<sub>1</sub>-C<sub>6</sub>alkyl)amino, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, arylC<sub>1</sub>-C<sub>6</sub>-alkylcarbonyl, C<sub>1</sub>-C<sub>6</sub>alkyl-carboxy, arylcarboxy, arylC<sub>1</sub>-C<sub>6</sub>alkylcarboxy, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl-amino, -C<sub>1</sub>-C<sub>6</sub>alkylaminoCOR<sub>12</sub>, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonylamino, tetrahydrofuranyl, morpholinyl, piperazinyl, -CONR<sub>7</sub>R<sub>8</sub>, -C<sub>1</sub>-C<sub>6</sub>alkylCONR<sub>7</sub>R<sub>8</sub>, or a saturated or partial saturated cyclic 5, 6 or 7 membered amine, imide or lactam, wherein R<sub>12</sub> is C<sub>1</sub>-C<sub>6</sub>alkyl, aryl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkyloxy, aryloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxy; and wherein the optionally substituted aryl group is substituted with a group selected from halo, nitro, cyano, trihalomethyl, C<sub>1</sub>-C<sub>6</sub>alkyl, aryl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy, COOR<sub>3</sub>, CONR<sub>7</sub>R<sub>8</sub>, C<sub>1</sub>-C<sub>6</sub>alkyloxy, C<sub>1</sub>-C<sub>6</sub>alkyloxyC<sub>1</sub>-C<sub>6</sub>alkyl, aryloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxyC<sub>1</sub>-C<sub>6</sub>alkyl, thio, C<sub>1</sub>-C<sub>6</sub>alkylthio, C<sub>1</sub>-C<sub>6</sub>alkylthioC<sub>1</sub>-C<sub>6</sub>alkyl, arylthio, arylC<sub>1</sub>-C<sub>6</sub>alkylthio, arylC<sub>1</sub>-C<sub>6</sub>alkylthioC<sub>1</sub>-C<sub>6</sub>alkyl, NR<sub>7</sub>R<sub>8</sub>, C<sub>1</sub>-C<sub>6</sub>-alkylamino, C<sub>1</sub>-C<sub>6</sub>alkylaminoC<sub>1</sub>-C<sub>6</sub>alkyl, arylamino, arylC<sub>1</sub>-C<sub>6</sub>alkylamino, arylC<sub>1</sub>-C<sub>6</sub>alkyl-aminoC<sub>1</sub>-C<sub>6</sub>alkyl, di(arylC<sub>1</sub>-C<sub>6</sub>alkyl)aminoC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonylC<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, arylC<sub>1</sub>-C<sub>6</sub>alkyl-carbonylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarboxy, C<sub>1</sub>-C<sub>6</sub>alkylcarboxyC<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarboxy, arylC<sub>1</sub>-C<sub>6</sub>alkylcarboxyC<sub>1</sub>-C<sub>6</sub>alkyl, carboxyC<sub>1</sub>-C<sub>6</sub>alkyloxy, C<sub>1</sub>-C<sub>6</sub>alkylcarbonylamino, C<sub>1</sub>-C<sub>6</sub>alkylcarbonylaminoC<sub>1</sub>-C<sub>6</sub>alkyl, -carbonylNR<sub>7</sub>C<sub>1</sub>-C<sub>6</sub>alkylCOR<sub>11</sub>, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonylamino, arylC<sub>1</sub>-C<sub>6</sub>-alkylcarbonylaminoC<sub>1</sub>-C<sub>6</sub>alkyl, -CONR<sub>7</sub>R<sub>8</sub>, or -C<sub>1</sub>-C<sub>6</sub>alkylCONR<sub>7</sub>R<sub>8</sub>;

with the proviso that when R<sub>1</sub> is COOH, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are H, n and m are 1, and X is S, then Y is not O, S, SO or SO<sub>2</sub>;

when R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are H, n and m are 1, X is S, and Y is O, then R<sub>1</sub> is not 5-tetrazol;

when R<sub>1</sub> is COOH, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are H, n and m are 1, X is S, and Y is O, then R<sub>3</sub> is not 5-tetrazol;

when R<sub>1</sub> is COOH, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, and R<sub>6</sub> are H, n and m is 1, X is S and Y is O, then R<sub>5</sub> is not 1-oxo-1,3-dihydro-isoindol-2-yl methyl, 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl, ((4-oxo-chromene-4H-3-carbonyl)amino)methyl, 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl, ((4-oxo-

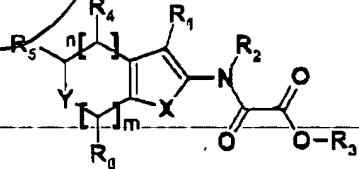
chromene-4H-3-carbonyl)amino)methyl, ((4-oxo-chromene-4H-2-carbonyl)amino)methyl, (3-furan-3-yl-acryloylomino)methyl, (3-furan-2-yl-acryloylamino)-methyl, ((3-oxo-indane-1-carbonyl)amino)methyl, 2,4-dioxo-thiazolidin-3-ylmethyl, 3,5-dimethoxy-benzoylamino-methyl, 5,6-dichloro-1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl, 1,3-dioxo-1,3,4,5,6,7-hexahydro-isoindol-2-ylmethyl, 1,1,3-trioxo-1,3-dihydro-1H-benzo[d]isothiazol-2-ylmethyl, (4-methoxy-benzenesulfonylamino)-methyl, 2-methyl-4-oxo-4H-quinazolin-3-ylmethyl, or 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl;

when  $R_1$  is  $\text{COOH}$ ,  $R_2$ ,  $R_3$ ,  $R_4$ , and  $R_5$  are  $\text{H}$ ,  $n$  and  $m$  are 1,  $X$  is  $\text{S}$ , and  $Y$  is  $\text{O}$ , then  $R_6$  is not 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl or acetylamino-methyl;

or a salt thereof with a pharmaceutically acceptable acid or base, or any optical isomer or mixture of optical isomers, a racemic mixture, or any tautomeric form, or prodrug thereof.

2. (Amended)

A compound of Formula 1



Formula 1

wherein

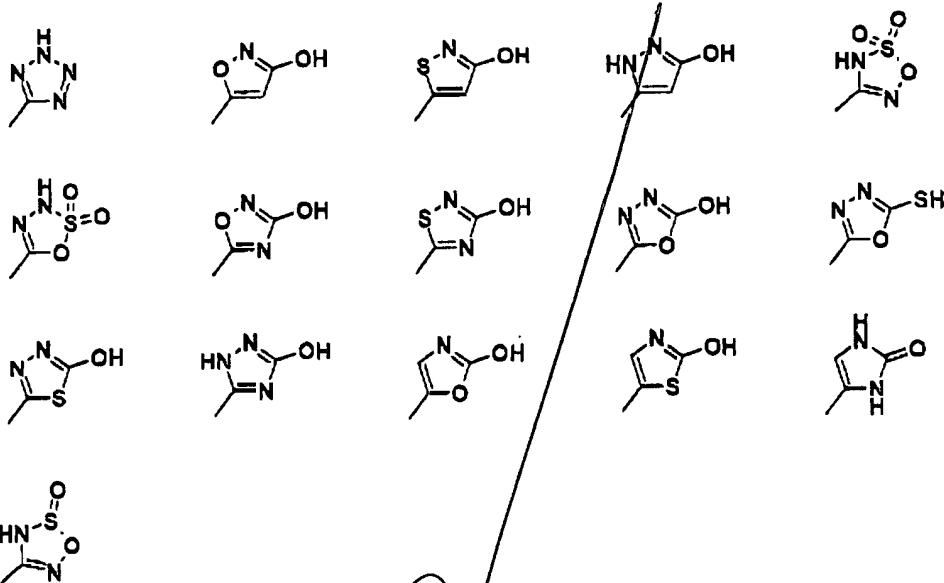
$n$  is 0, 1 or 2;

$m$  is 1 or 2;

$X$  is  $\text{S}$  or  $\text{O}$ ;

$Y$  is  $\text{O}$ ,  $\text{S}$ ,  $\text{SO}$  or  $\text{SO}_2$ ;

$R_1$  is selected from the group consisting of hydrogen, 5-membered heterocycles selected from the group consisting of:



COOH, COOC<sub>1</sub>-C<sub>6</sub>alkyl, COOarylC<sub>1</sub>-C<sub>6</sub>alkyl, COOC<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyC<sub>1</sub>-C<sub>6</sub>alkyl and COOC<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyarylC<sub>1</sub>-C<sub>6</sub>alkyl;

R<sub>2</sub> is hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy or NR<sub>7</sub>R<sub>8</sub>;

R<sub>3</sub> is hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyC<sub>1</sub>-C<sub>6</sub>alkyl or C<sub>1</sub>-C<sub>6</sub>alkylcarbonyloxyarylC<sub>1</sub>-C<sub>6</sub>alkyl;

R<sub>4</sub>, R<sub>5</sub> and R<sub>6</sub> are independently hydrogen, trihalomethyl, C<sub>1</sub>-C<sub>6</sub>alkyl, aryl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy, oxo, carboxy, carboxyC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkyloxy-carbonyl, aryloxycarbonyl, arylC<sub>1</sub>-C<sub>6</sub>alkyloxycarbonyl, C<sub>1</sub>-C<sub>6</sub>alkyloxy, C<sub>1</sub>-C<sub>6</sub>alkyloxyC<sub>1</sub>-C<sub>6</sub>alkyl, aryloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxyC<sub>1</sub>-C<sub>6</sub>alkyl, thio, C<sub>1</sub>-C<sub>6</sub>alkyl-thio, C<sub>1</sub>-C<sub>6</sub>alkylthioC<sub>1</sub>-C<sub>6</sub>alkyl, arylthio, arylC<sub>1</sub>-C<sub>6</sub>alkyl-thio, arylC<sub>1</sub>-C<sub>6</sub>alkylthioC<sub>1</sub>-C<sub>6</sub>alkyl, NR<sub>7</sub>R<sub>8</sub>, C<sub>1</sub>-C<sub>6</sub>alkylaminoC<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkylaminoC<sub>1</sub>-C<sub>6</sub>alkyl, di(arylC<sub>1</sub>-C<sub>6</sub>alkyl)aminoC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkyl-carbonyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonylC<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkyl-carboxy, C<sub>1</sub>-C<sub>6</sub>alkylcarboxyC<sub>1</sub>-C<sub>6</sub>alkyl, arylcarboxy, arylcarboxyC<sub>1</sub>-C<sub>6</sub>alkyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarboxy, arylC<sub>1</sub>-C<sub>6</sub>alkyl-carboxyC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonylamino, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl-aminoC<sub>1</sub>-C<sub>6</sub>alkyl, -carbonylNR<sub>7</sub>C<sub>1</sub>-C<sub>6</sub>alkylCOR<sub>11</sub>, arylC<sub>1</sub>-C<sub>6</sub>alkyl-carbonyl-

amino, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonylaminoC<sub>1</sub>-C<sub>6</sub>alkyl, CONR<sub>7</sub>R<sub>8</sub>, or C<sub>1</sub>-C<sub>6</sub>alkyl-CONR<sub>7</sub>R<sub>8</sub> wherein the alkyl and aryl groups are optionally substituted and R<sub>11</sub> is NR<sub>9</sub>R<sub>10</sub>, or C<sub>1</sub>-C<sub>6</sub>alkylNR<sub>9</sub>R<sub>10</sub>;

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Oval*  
R<sub>7</sub> and R<sub>8</sub> are independently selected from hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, aryl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, arylcarbonyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylcarboxy or arylC<sub>1</sub>-C<sub>6</sub>alkylcarboxy wherein the alkyl and aryl groups are optionally substituted; or R<sub>7</sub> and R<sub>8</sub> together with the nitrogen to which they are attached form a saturated, partially saturated or aromatic cyclic, bicyclic or tricyclic ring system containing from 3 to 14 carbon atoms and from 0 to 3 additional heteroatoms selected from nitrogen, oxygen or sulphur, the ring system can optionally be substituted with at least one C<sub>1</sub>-C<sub>6</sub>alkyl, aryl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, hydroxy, oxo, C<sub>1</sub>-C<sub>6</sub>alkyloxy, arylC<sub>1</sub>-C<sub>6</sub>alkyloxy, C<sub>1</sub>-C<sub>6</sub>alkyloxyC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylamino-C<sub>1</sub>-C<sub>6</sub>alkyl or NR<sub>9</sub>R<sub>10</sub>, wherein R<sub>9</sub> and R<sub>10</sub> are independently selected from hydrogen, C<sub>1</sub>-C<sub>6</sub>alkyl, aryl, arylC<sub>1</sub>-C<sub>6</sub>alkyl, C<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, arylcarbonyl, arylC<sub>1</sub>-C<sub>6</sub>alkylcarbonyl, C<sub>1</sub>-C<sub>6</sub>alkylcarboxy or arylC<sub>1</sub>-C<sub>6</sub>alkylcarboxy; wherein the alkyl and aryl groups are optionally substituted; or R<sub>7</sub> and R<sub>8</sub> are independently a saturated or partial saturated cyclic 5, 6 or 7 membered amine, imide or lactam;

with the proviso that when R<sub>1</sub> is COOH, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are H, n and m are 1, and X is S, then Y is not O, S, SO or SO<sub>2</sub>;

when R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are H, n and m are 1, X is S, and Y is O, then R<sub>1</sub> is not 5-tetrazol;

when R<sub>1</sub> is COOH, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, R<sub>5</sub>, and R<sub>6</sub> are H, n and m are 1, X is S, and Y is O, then R<sub>3</sub> is not 5-tetrazol;

when R<sub>1</sub> is COOH, R<sub>2</sub>, R<sub>3</sub>, R<sub>4</sub>, and R<sub>6</sub> are H, n and m are 1, X is S and Y is O, then R<sub>5</sub> is not 1-oxo-1,3-dihydro-isoindol-2-yl methyl, 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl, ((4-oxo-chromene-4H-3-carbonyl)amino)methyl, 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl, ((4-oxo-chromene-4H-3-carbonyl)amino)methyl, ((4-oxo-chromene-4H-2-carbonyl)amino)methyl, (3-furan-3-yl-acryloylomino)methyl, (3-furan-2-yl-acryloylamino)-methyl, ((3-oxo-indane-1-carbonyl)amino)methyl, 2,4-dioxo-thiazolidin-3-ylmethyl, 3,5-dimethoxy-benzoylamino-

*b1d*  
*Cancelled*

methyl, 5,6-dichloro-1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl, 1,3-dioxo-1,3,4,5,6,7-hexahydro-isoindol-2-ylmethyl, 1,1,3-trioxo-1,3-dihydro-1H-benzo[d]isothiazol-2-ylmethyl, (4-methoxy-benzenesulfonylamino)-methyl, 2-methyl-4-oxo-4H-quinazolin-3-ylmethyl, or 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl;

when  $R_1$  is  $\text{COOH}$ ,  $R_2$ ,  $R_3$ ,  $R_4$ , and  $R_5$  are  $\text{H}$ ,  $n$  and  $m$  are 1,  $X$  is  $\text{S}$ , and  $Y$  is  $\text{O}$ , then  $R_6$  is not 1,3-dioxo-1,3-dihydro-isoindol-2-ylmethyl or acetylamino-methyl;

or a salt thereof with a pharmaceutically acceptable acid or base, or any optical isomer or mixture of optical isomers, a racemic mixture, or any tautomeric form.

*b2*

91. (Amended) A composition comprising an effective amount of a compound of claim 1 together with one or more pharmaceutically acceptable carriers or diluents and an insulin sensitizer.

*b3*

93. (Amended) A method of treating type I diabetes, type II diabetes, impaired glucose tolerance, insulin resistance or obesity comprising administering to a subject in need thereof an effective amount of a compound of claim 1 and an insulin sensitizer to said subject.

94. (Amended) A composition comprising an effective amount of a compound of claim 1 together with one or more pharmaceutically acceptable carriers or diluents and an agent stimulating insulin release from  $\beta$  cells.

*b4*

96. (Amended) A method of treating type I diabetes, type II diabetes, impaired glucose tolerance, insulin resistance or obesity comprising administering to a subject in need thereof an effective amount of a compound according to claim 1 and an agent stimulating insulin release from  $\beta$  cells.

*b5*

97. (Amended) A composition comprising a compound of claim 1 together with one or more pharmaceutically acceptable carriers or diluents and an antiobesity agent.

*B6*

99. (Amended) A method of treating type I diabetes, type II diabetes, impaired glucose tolerance, insulin resistance or obesity comprising administering to a subject in need thereof an effective amount of a compound of claim 1 and an antiobesity agent.

Please add the following new claims:

100. (new) A composition according to claim 91, wherein the insulin sensitizer is a thiazolidinedione or a pharmaceutically acceptable salt thereof.

*B7*

101. (new) A pharmaceutical composition according to claim 91, wherein the insulin sensitizer is selected from troglitazone, ciglitazone, pioglitazone, rosiglitazone, 5-[[4-[3-Methyl-4-oxo-3,4-dihydro-2-quinazolinyl]methoxy]phenyl-methyl]thiazolidine-2,4-dione and 3-[4-[2-Phenoxazin-10-yl]ethoxy]phenyl]-2-ethoxypropanoic acid or a pharmaceutically acceptable salts thereof.

102. (new) A composition according to claim 91, wherein the insulin sensitizer is (-) 3-[4-[2-Phenoxazin-10-yl]ethoxy]phenyl]-2-ethoxypropanoic acid or a pharmaceutically acceptable salts thereof.

103. (new) The method according to claim 93, wherein the insulin sensitizer is a thiazolidinedione or (-) 3-[4-[2-Phenoxazin-10-yl]ethoxy]phenyl]-2-ethoxypropanoic acid or a pharmaceutically acceptable salt thereof.

104. (new) The method according to claim 93, wherein the insulin sensitizer is selected from troglitazone, ciglitazone, pioglitazone, rosiglitazone, 5-[[4-[3-Methyl-4-oxo-3,4-dihydro-2-quinazolinyl]methoxy]phenyl-methyl]thiazolidine-2,4-dione or (-) 3-[4-[2-Phenoxazin-10-yl]ethoxy]phenyl]-2-ethoxypropanoic acid or a pharmaceutically acceptable salt thereof.

105. (new) The method according to claim 93, wherein the insulin sensitizer is (-) 3-[4-[2-Phenoxazin-10-yl]ethoxy]phenyl]-2-ethoxypropanoic acid or a pharmaceutically acceptable salt thereof.